

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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ORDER DENYING MOTION OF LAW DEBENTURE TRUST COMPANY OF
NEW YORK REQUESTING AN ORDER TO CHANGE THE MEMBERSHIP
OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

Upon the motion, dated December 22, 2005 (the "Motion"), of Law Debenture Trust Company of New York ("Law Debenture") for an order to change the membership of the Official Committee of Unsecured Creditors; and upon the United States Trustee's Objection To Motion Of Law Debenture Trust Company Of New York Requesting An Order To Change The Membership Of The Official Committee Of Unsecured Creditors (Docket No. 1677), Statement Of Capital Research And Management Company In Response To Motion Of Law Debenture Trust Company Of New York Requesting An Order To Change The Membership Of The Official Committee Of Unsecured Creditors (Docket No. 1686), Statement Of Wilmington Trust Company, As Indenture Trustee, With Respect To The Motion Of Law Debenture Trust Company Of New York Requesting An Order To Change The Membership Of The Official Committee Of Unsecured Creditors (Docket No. 1688), Debtors' Objection To Motion Of Law Debenture Trust Company Of New York's Motion Requesting Change In Membership Of Official Committee Of Unsecured Creditors (Docket No. 1690), and Objection Of The Official Committee Of Unsecured Creditors To Motion Of Law Debenture Trust Company Of New York

Requesting An Order To Change The Membership Of The Official Committee Of Unsecured Creditors (Docket No. 1692); and upon the record of the hearing held on the Motion on January 5, 2006; and after due deliberation thereon; and, for the reasons stated by the Court in its bench ruling, Law Debenture having failed to establish a sufficient basis for such relief, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is DENIED.

Dated: New York, New York
February 8, 2006

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE